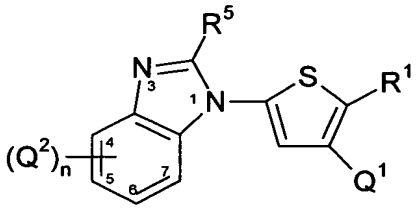
In the Claims:

Please cancel claims 33-42. Please amend claims 4, 5, 7-19, 21, 24-25, 27-30 and 32 as follows. Please add new claims 43-45.

1. (Original) A compound of formula (I):



I

wherein:

R^1 is selected from the group consisting of H, alkyl, alkenyl, alkynyl, $-C(O)R^7$, $-CO_2R^7$, $-C(O)NR^7R^8$, $-C(O)N(R^7)OR^8$, $-C(O)N(R^7)-R^2-OR^8$, $-C(O)N(R^7)$-Ph, $-C(O)N(R^7)-R^2$-Ph, $-C(O)N(R^7)C(O)R^8$, $-C(O)N(R^7)CO_2R^8$, $-C(O)N(R^7)C(O)NR^7R^8$, $-C(O)N(R^7)S(O)_2R^8$, $-R^2-OR^7$, $-R^2-O-C(O)R^7$, $-C(S)R^7$, $-C(S)NR^7R^8$, $-C(S)N(R^7)$-Ph, $-C(S)N(R^7)-R^2$-Ph, $-R^2-SR^7$, $-C(=NR^7)NR^7R^8$, $-C(=NR^7)N(R^8)$-Ph, $-C(=NR^7)N(R^8)-R^2$-Ph, $-R^2-NR^7R^8$, -CN, $-OR^7$, $-S(O)_fR^7$, $-S(O)_2NR^7R^8$, $-S(O)_2N(R^7)$-Ph, $-S(O)_2N(R^7)-R^2$-Ph, $-NR^7R^8$, $N(R^7)$-Ph, $-N(R^7)-R^2$-Ph, $-N(R^7)-SO_2R^8$ and Het;

Ph is phenyl optionally substituted from 1 to 3 times with a substituent selected from the group consisting of halo, alkyl, -OH, $-R^2$-OH, -O-alkyl, $-R^2$-O-alkyl, $-NH_2$, -N(H)alkyl, $-N(alkyl)_2$, -CN and $-N_3$;

Het is a 5-7 membered heterocycle having 1, 2, 3 or 4 heteroatoms selected from N, O and S, or a 5-6 membered heteroaryl having 1, 2, 3 or 4 heteroatoms selected from N, O and S, each optionally substituted from 1 to 2 times with a substituent selected from the group consisting of halo, alkyl, oxo, -OH, $-R^2$-OH, -O-alkyl, $-R^2$-O-alkyl, $-NH_2$, -N(H)alkyl, $-N(alkyl)_2$, -CN and $-N_3$;

Q^1 is a group of formula: $-(R^2)_a-(Y^1)_b-(R^2)_c-R^3$

a, b and c are the same or different and are each independently 0 or 1 and at least one of a or b is 1;

n is 0, 1, 2, 3 or 4;

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Q^2 is a group of formula: $-(R^2)_{aa}-(Y^2)_{bb}-(R^2)_{cc}-R^4$

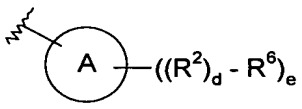
or two adjacent Q^2 groups are selected from the group consisting of alkyl, alkenyl, $-OR^7$, $-S(O)_fR^7$ and $-NR^7R^8$ and together with the carbon atoms to which they are bound, they form a C_{5-6}cycloalkyl, C_{5-6}cycloalkenyl, phenyl, 5-7 membered heterocycle having 1 or 2 heteroatoms selected from N, O and S, or 5-6 membered heteroaryl having 1 or 2 heteroatoms selected from N, O and S;

aa, bb and cc are the same or different and are each independently 0 or 1;

each Y^1 and Y^2 is the same or different and is independently selected from the group consisting of -O-, $-S(O)_f-$, $-N(R^7)-$, -C(O)-, -OC(O)-, $-CO_2-$, $-C(O)N(R^7)-$, $-C(O)N(R^7)S(O)_2-$, $-OC(O)N(R^7)-$, $-OS(O)_2-$, $-S(O)_2N(R^7)-$, $-S(O)_2N(R^7)C(O)-$, $-N(R^7)S(O)_2-$, $-N(R^7)C(O)-$, $-N(R^7)CO_2-$ and $-N(R^7)C(O)N(R^7)-$;

each R^2 is the same or different and is independently selected from the group consisting of alkylene, alkenylene and alkynylene;

each R^3 and R^4 is the same or different and is each independently selected from the group consisting of H, halo, alkyl, alkenyl, alkynyl, $-C(O)R^7$, $-C(O)NR^7R^8$, $-CO_2R^7$, $-C(S)R^7$, $-C(S)NR^7R^8$, $-C(=NR^7)R^8$, $-C(=NR^7)NR^7R^8$, $-CR^7=N-OR^7$, $-OR^7$, $-S(O)_fR^7$, $-S(O)_2NR^7R^8$, $-NR^7R^8$, $-N(R^7)C(O)R^8$, $-N(R^7)S(O)_2R^8$, $-NO_2$, -CN, $-N_3$ and a group of formula (ii):



ii

wherein:

Ring A is selected from the group consisting of C_{5-10}cycloalkyl, C_{5-10}cycloalkenyl, aryl, 5-10 membered heterocycle having 1, 2 or 3 heteroatoms selected from N, O and S and 5-10 membered heteroaryl having 1, 2 or 3 heteroatoms selected from N, O and S

each d is 0 or 1;

e is 0, 1, 2, 3 or 4;

each R^6 is the same or different and is independently selected from the group consisting of H, halo, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, Ph, Het, -CH(OH)-R^2-OH, -C(O)R^7, -CO_2R^7, -CO_2-R_2-Ph, -CO_2-R^2-Het, -C(O)NR^7R^8, -C(O)N(R^7)C(O)R^7, -C(O)N(R^7)CO_2R^7, -C(O)N(R^7)C(O)NR^7R^8, -C(O)N(R^7)$S(O)_2R^7$, -C(S)R^7, -C(S)NR^7R^8, -C(=NR^7)R^8, -C(=NR^7)NR^7R^8, -CR^7=N-OR^8, =O, -OR^7, -OC(O)R^7, -OC(O)Ph, -OC(O)Het, -OC(O)NR^7R^8, -O-R^2-$S(O)_2R^7$, -$S(O)_fR^7$, -$S(O)_2NR^7R^8$, -$S(O)_2$Ph, -$S(O)_2$Het, -NR^7R^8, -N(R^7)C(O)R^8, -N(R^7)CO_2R^8, -N(R^7)-R^2-CO_2R^8, -N(R^7)C(O)NR^7R^8, -N(R^7)-R^2-C(O)NR^7R^8, -N(R^7)C(O)Ph, -N(R^7)C(O)Het, -N(R^7)Ph, -N(R^7)Het, -N(R^7)C(O)NR^7-R^2-NR^7R^8, -N(R^7)C(O)N(R^7)Ph, -N(R^7)C(O)N(R^7)Het, -N(R^7)C(O)N(R^7)-R^2-Het, -N(R^7)$S(O)_2R^8$, -N(R^7)-R^2-$S(O)_2R^8$, -NO_2, -CN and -N_3;

wherein when Q^1 is defined where b is 1 and c is 0, R^3 is not halo, -C(O)R^7, -C(O)NR^7R^8, -CO_2R^7, -C(S)R^7, -C(S)NR^7R^8, -C(=NR^7)R^8, -C(=NR^7)NR^7R^8, -CR^7=N-OR^7, -OR^7, -$S(O)_fR^7$, -$S(O)_2NR^7R^8$, -NR^7R^8, -N(R^7)C(O)R^8, -N(R^7)$S(O)_2R^8$, -NO_2, -CN or -N_3;

wherein when Q^2 is defined where bb is 1 and cc is 0, R^4 is not halo, -C(O)R^7, -C(O)NR^7R^8, -CO_2R^7, -C(S)R^7, -C(S)NR^7R^8, -C(=NR^7)R^8, -C(=NR^7)NR^7R^8, -CR^7=N-OR^7, -OR^7, -$S(O)_fR^7$, -$S(O)_2NR^7R^8$, -NR^7R^8, -N(R^7)C(O)R^8, -N(R^7)$S(O)_2R^8$, -NO_2, -CN or -N_3;

R^5 is selected from the group consisting of H, halo, alkyl, cycloalkyl, OR^7, -$S(O)_fR^7$, -NR^7R^8, -NHC(O)R^7, -NHC(O)NR^7R^8 and -NH$S(O)_2R^7$;

f is 0, 1 or 2; and

each R^7 and each R^8 are the same or different and are each independently selected from the group consisting of H, alkyl, alkenyl, alkynyl, cycloalkyl and cycloalkenyl;

wherein when R^1 is -CO_2CH_3 and n is 0, Q^1 is not -OH;

or a pharmaceutically acceptable salt, solvate or physiologically functional derivative thereof.

2. (Original) The compound according to claim 1, wherein R^1 is selected from the group consisting of $-C(O)R^7$, $-CO_2R^7$ and $-C(O)NR^7R^8$.

3. (Original) The compound according to claim 1, wherein R^1 is selected from the group consisting of $-CO_2R^7$ and $-C(O)NR^7R^8$.

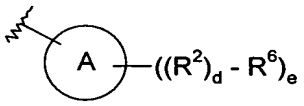
4. (Currently Amended) The compound according to claim 1 ~~any of claims 1-3~~, wherein b is 1.

5. (Currently Amended) The compound according to claim 1 ~~any of claims 1-4~~, wherein Q^1 is defined wherein b is 1 and Y^1 is selected from -O-, $-N(R^7)-$, -C(O)-, -OC(O)-, $-C(O)N(R^7)-$, $-OS(O)_2-$, $-S(O)_2N(R^7)-$, $-N(R^7)SO_2-$ and $-N(R^7)C(O)-$.

6. The compound according to claim 5, wherein Q^1 is defined wherein b is 1 and Y^1 is selected from -O-, $-N(R^7)-$, -C(O)-, $-OS(O)_2-$, $-N(R^7)SO_2-$ and $-N(R^7)C(O)-$.

7. (Currently Amended) The compound according to claim 1 ~~any of claims 1-6~~, wherein c is 1.

8. (Currently Amended) The compound according to claim 1 ~~any of claims 1-7~~, wherein R^3 is selected from the group consisting of H, alkyl, alkenyl, alkynyl, and a group of formula (ii):



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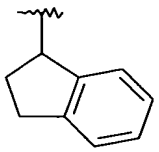
9. (Currently Amended) The compound according to claim 1 ~~any of claims 1-8~~, wherein R^3 is a group of formula (ii) and Ring A is selected from aryl, 5-10 membered heterocycle having 1, 2 or 3 heteroatoms selected from

N, O and S and 5-10 membered heteroaryl having 1, 2 or 3 heteroatoms selected from N, O and S.

10. (Currently Amended) The compound according to claim 1 ~~any of claims 1-8~~, wherein R^3 is a group of formula (ii) and Ring A is selected from the group consisting of cycloalkyl, tetrahydropyran, tetrahydrofuran, morpholine, piperidine, phenyl, naphthyl, thiophene, furan, pyrrole, pyrrolidine, pyrrolidinone, imidazole, benzofuran, benzimidazole, pyridyl,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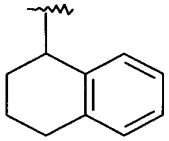
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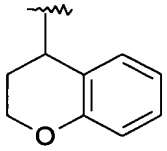
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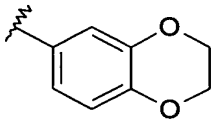
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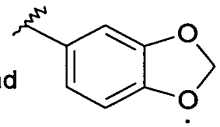
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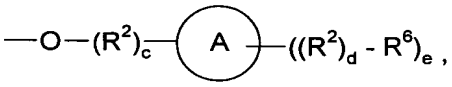
11. (Currently Amended) The compound according to claim 1 ~~any of claims 1-10~~, wherein Q^1 is selected from the group consisting of

—OH, —O—alkyl, —O—alkenyl, —O—alkynyl,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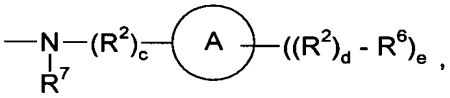
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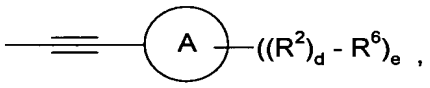
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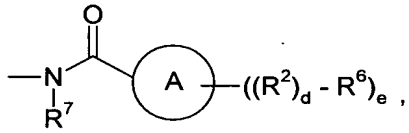
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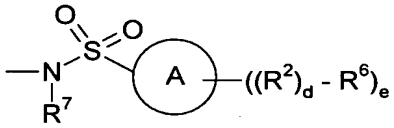
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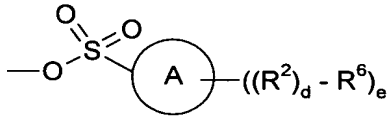
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12. (Currently Amended) The compound according to claim 1 ~~any of claims 1-11~~, wherein R^3 is a group of formula (ii) and e is 0, 1, 2 or 3.

13. (Currently Amended) The compound according to claim 1 ~~any of claims 1-12~~, wherein R^3 is a group of formula (ii) and d is 0.

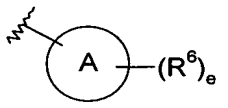
14. (Currently Amended) The compound according to claim 1 ~~any of claims 1-13~~, wherein wherein R^3 is a group of formula (ii) and each R^6 is the same or different and is independently selected from the group consisting of H, halo, alkyl, alkenyl, alkynyl, cycloalkyl, $-OR^7$, $-S(O)_fR^7$, $-SO_2NR^7R^8$, $-NR^7R^8$, $-N(R^7)S(O)_2R^8$, $-NO_2$ and -CN.

15. (Currently Amended) The compound according to claim 1 ~~any of claims 1-14~~, wherein n is 0, 1 or 2.

16. (Currently Amended) The compound according to claim 1 ~~any of claims 1-15~~, wherein Q^2 is defined wherein bb is 1 and Y^2 is -O-, $-S(O)_f-$, $-N(R^7)-$, -C(O)-, -OC(O)-, $-CO_2-$, $-C(O)N(R^7)-$, $-OS(O)_2-$, $-N(R^7)S(O)_2-$, $-N(R^7)C(O)-$, $-N(R^7)CO_2-$ and $-N(R^7)C(O)N(R^7)-$.

17. (Currently Amended) The compound according to claim 1 ~~any of claims 1-16~~, wherein cc is 1.

18. (Currently Amended) The compound according to claim 1 ~~any of claims 1-17~~, wherein each R^4 is the same or different and is independently selected from the group consisting of H, halo, alkyl, alkenyl, alkynyl, $-C(O)NR^7R^8$, $-OR^7$, $-S(O)_fR^7$, $-S(O)_2NR^7R^8$, $-NR^7R^8$, $-N(R^7)C(O)R^8$, $-N(R^7)S(O)_2R^8$, $-NO_2$, -CN, $-N_3$ and a group of formula (ii):



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19. (Currently Amended) The compound according to claim 1 ~~any of claims 1-18~~, wherein R^5 is H, halo, alkyl or $-NR^7R^8$.

20. (Original) A compound selected from the group consisting of:
5-(5,6-Dimethoxy-1*H*-benzimidazol-1-yl)-3-{[2-(trifluoromethyl)-benzyl]oxy}thiophene-2-carboxamide;

5-(5-(Methyloxy)-6-{[2-(4-methyl-1-piperazinyl)ethyl]oxy}-1*H*-benzimidazol-1-yl)-3-({[2-(trifluoromethyl)phenyl]methyl}oxy)-2-thiophenecarboxamide;

3-[1-(2-Chlorophenyl)ethoxy]-5-(5,6-dimethoxy-1*H*-benzimidazol-1-yl)thiophene-2-carboxamide;

5-(5,6-Dimethoxy-1*H*-benzimidazol-1-yl)-3-[1-(2-methylphenyl)ethoxy] thiophene-2-carboxamide;

5-(5-Amino-1*H*-benzimidazol-1-yl)-3-[1-(2-chlorophenyl)ethoxy]thiophene-2-carboxamide;

5-{6-[(4-Piperidinylmethyl)oxy]-1*H*-benzimidazol-1-yl}-3-({[2-(trifluoromethyl)phenyl]-methyl}oxy)-2-thiophenecarboxamide;

5-(6-(Methyloxy)-5-{[3-(2-oxo-1-pyrrolidinyl)propyl]oxy}-1*H*-benzimidazol-1-yl)-3-({[2-(trifluoromethyl)phenyl]methyl}oxy)-2-thiophenecarboxamide;

5-[6-{[3-(Dimethylamino)propyl]oxy}-5-(methyloxy)-1*H*-benzimidazol-1-yl]-3-({[2-(trifluoromethyl)phenyl]methyl}oxy)-2-thiophenecarboxamide;

5-(5-(Methyloxy)-6-{[2-(4-morpholinyl)ethyl]oxy}-1*H*-benzimidazol-1-yl)-3-({[2-(trifluoromethyl)phenyl]methyl}oxy)-2-thiophenecarboxamide;

5-[6-(2-Morpholin-4-ylethoxy)-1*H*-benzimidazol-1-yl]-3-{[2-(trifluoromethyl)benzyl]oxy}thiophene-2-carboxamide;

5-[6-(2-Pyrrolidin-1-ylethoxy)-1*H*-benzimidazol-1-yl]-3-{[2-(trifluoromethyl)benzyl]oxy}thiophene-2-carboxamide;

5-[5-Fluoro-6-(2-morpholin-4-ylethoxy)-1*H*-benzimidazol-1-yl]-3-{[2-(trifluoromethyl)benzyl]oxy}thiophene-2-carboxamide;

5-[6-(Methylsulfonyl)-1*H*-benzimidazol-1-yl]-3-{[2-(trifluoromethyl)benzyl]oxy}-thiophene-2-carboxamide;

3-[(3-Bromopyridin-4-yl)methoxy]-5-(5,6-dimethoxy-1*H*-benzimidazol-1-yl)thiophene-2-carboxamide;

5-(5,6-Dimethoxy-1*H*-benzimidazol-1-yl)-3-{[2-(trifluoromethoxy)benzyl] oxy} thiophene-2-carboxamide;

3-{[2-(Difluoromethoxy)benzyl]oxy}-5-(5,6-dimethoxy-1*H*-benzimidazol-1-yl)thiophene-2-carboxamide;

3-[(2-Chloropyridin-3-yl)methoxy]-5-(5,6-dimethoxy-1H-benzimidazol-1-yl)thiophene-2-carboxamide;

5-(5,6-Dimethoxy-1*H*-benzimidazol-1-yl)-3-[(2-fluoropyridin-3-yl)methoxy]thiophene-2-carboxamide;

3-[(2-Aminopyridin-4-yl)methoxy]-5-(5,6-dimethoxy-1*H*-benzimidazol-1-yl)thiophene-2-carboxamide;

3-[(6-Chloro-1,3-benzodioxol-5-yl)methoxy]-5-(5,6-dimethoxy-1*H*-benzimidazol-1-yl)thiophene-2-carboxamide;

5-(5,6-Dimethoxy-1*H*-benzimidazol-1-yl)-3-[(2-nitrobenzyl)oxy]thiophene-2-carboxamide;

3-[(3-Aminobenzyl)oxy]-5-(5,6-dimethoxy-1*H*-benzimidazol-1-yl)thiophene-2-carboxamide;

5-(6-Bromo-1*H*-benzimidazol-1-yl)-3-{[2-(trifluoromethyl)benzyl]-oxy}thiophene-2-carboxamide;

3-[(2,6-Dichlorobenzyl)oxy]-5-(5,6-dimethoxy-1*H*-benzimidazol-1-yl)thiophene-2-carboxamide;

3-[(2-Bromobenzyl)oxy]-5-(5,6-dimethoxy-1*H*-benzimidazol-1-yl)thiophene-2-carboxamide;

5-(5,6-Dimethoxy-1*H*-benzimidazol-1-yl)-3-[(2-formylbenzyl)oxy]thiophene-2-carboxamide;

5-(1*H*-Benzimidazol-1-yl)-3-{[2-(trifluoromethyl)benzyl]oxy}thiophene-2-carboxamide;

5-(1*H*-Benzimidazol-1-yl)-3-[(2-nitrobenzyl)oxy]thiophene-2-carboxamide;

5-(6-Methoxy-1*H*-benzimidazol-1-yl)-3-{[2-(trifluoromethyl)benzyl]oxy}thiophene-2-carboxamide;

2-(Aminocarbonyl)-5-(5,6-dimethoxy-1*H*-benzimidazol-1-yl)thien-3-yl 2-methylbenzenesulfonate

and pharmaceutically acceptable salts, solvates and physiologically functional derivatives thereof.

21. (Currently Amended) A pharmaceutical composition comprising a compound according to claim 1 ~~any of claims 1-20~~.

22. (Original) The pharmaceutical composition according to claim 21 further comprising a pharmaceutically acceptable carrier, diluent or excipient.

23. (Original) The pharmaceutical composition according to claim 21 further comprising a chemotherapeutic agent.

24. (Currently Amended) A method for treating a condition mediated by PLK in an animal, said method comprising administering to the animal a therapeutically effective amount of a compound according to claim 1 ~~any of claims 1-20~~.

25. (Currently Amended) A method for treating a susceptible neoplasm in an animal, said method comprising administering to the animal a therapeutically effective amount of a compound according to claim 1 ~~any of claims 1-20~~.

26. (Original) The method according to claim 25, wherein said susceptible neoplasm is selected from the group consisting of breast cancer, colon cancer, lung cancer, prostate cancer, lymphoma, leukemia, endometrial cancer, melanoma, ovarian cancer, pancreatic cancer, squamous carcinoma, carcinoma of the head and neck, and esophageal carcinoma.

27. (Currently Amended) A method for treating a condition characterized by inappropriate cellular proliferation in an animal, said method comprising administering to the animal a therapeutically effective amount of a compound according to claim 1 ~~any of claims 1-20~~.

28. (Currently Amended) A method for inhibiting proliferation of a cell, said method comprising contacting the cell with an amount of a compound according to claim 1 ~~any of claims 1-20~~ sufficient to inhibit proliferation of the cell.

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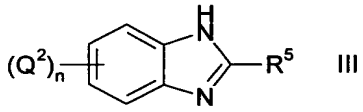
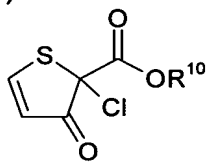
29. (Currently Amended) A method for inhibiting mitosis in a cell, said method comprising administering to the cell an amount of a compound according to claim 1 ~~any of claims 1-20~~ sufficient to inhibit mitosis in the cell.

30. (Currently Amended) A process for preparing a compound according to claim 1 ~~any of claims 1-20~~, said process comprising reacting a compound of formula (III):



III

with a compound of formula (IV):



IV

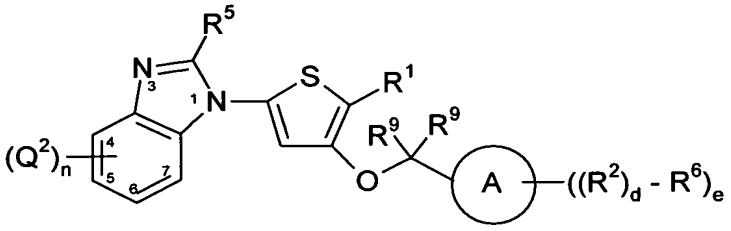
wherein R^{10} is selected from the group consisting of alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl and suitable carboxylic acid protecting groups.

31. (Original) The process according to claim 30, said process further comprising the step of converting a compound of formula (I) to a pharmaceutically acceptable salt, solvate or physiologically functional derivative thereof.

32. (Currently Amended) The process according to claim 30 ~~any of claims 30-31~~ further comprising the step of converting a compound of formula (I) or a pharmaceutically acceptable salt, solvate or physiologically functional derivative thereof to another compound of formula (I) or a pharmaceutically acceptable salt, solvate or physiologically functional derivative thereof.

33-42. (Canceled).

43. (New) A compound of formula (Ib):



Ib

wherein:

R^1 is selected from the group consisting of H, alkyl, alkenyl, alkynyl, $-C(O)R^7$, $-CO_2R^7$, $-C(O)NR^7R^8$, $-C(O)N(R^7)OR^8$, $-C(O)N(R^7)-R^2-OR^8$, $-C(O)N(R^7)$-Ph, $-C(O)N(R^7)-R^2$-Ph, $-C(O)N(R^7)C(O)R^8$, $-C(O)N(R^7)CO_2R^8$, $-C(O)N(R^7)C(O)NR^7R^8$, $-C(O)N(R^7)S(O)_2R^8$, $-R^2-OR^7$, $-R^2-O-C(O)R^7$, $-C(S)R^7$, $-C(S)NR^7R^8$, $-C(S)N(R^7)$-Ph, $-C(S)N(R^7)-R^2$-Ph, $-R^2-SR^7$, $-C(=NR^7)NR^7R^8$, $-C(=NR^7)N(R^8)$-Ph, $-C(=NR^7)N(R^8)-R^2$-Ph, $-R^2-NR^7R^8$, -CN, $-OR^7$, $-S(O)_fR^7$, $-S(O)_2NR^7R^8$, $-S(O)_2N(R^7)$-Ph, $-S(O)_2N(R^7)-R^2$-Ph, $-NR^7R^8$, $N(R^7)$-Ph, $-N(R^7)-R^2$-Ph, $-N(R^7)-SO_2R^8$ and Het;

Ph is phenyl optionally substituted from 1 to 3 times with a substituent selected from the group consisting of halo, alkyl, -OH, $-R^2$-OH, -O-alkyl, $-R^2$-O-alkyl, $-NH_2$, -N(H)alkyl, $-N(alkyl)_2$, -CN and $-N_3$;

Het is a 5-7 membered heterocycle having 1, 2, 3 or 4 heteroatoms selected from N, O and S, or a 5-6 membered heteroaryl having 1, 2, 3 or 4 heteroatoms selected from N, O and S, each optionally substituted from 1 to 2 times with a substituent selected from the group consisting of halo, alkyl, oxo, -OH, $-R^2$-OH, -O-alkyl, $-R^2$-O-alkyl, $-NH_2$, -N(H)alkyl, $-N(alkyl)_2$, -CN and $-N_3$;

n is 0, 1, 2, 3 or 4;

Q^2 is a group of formula: $-(R^2)_{aa}-(Y^2)_{bb}-(R^2)_{cc}-R^4$

or two adjacent Q^2 groups are selected from the group consisting of alkyl, alkenyl, $-OR^7$, $-S(O)_fR^7$ and $-NR^7R^8$ and together with the carbon atoms to which they are bound, they form a C_{5-6}cycloalkyl, C_{5-6}cycloalkenyl, phenyl, 5-7 membered heterocycle having 1 or 2

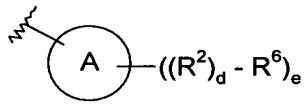
heteroatoms selected from N, O and S, or 5-6 membered heteroaryl having 1 or 2 heteroatoms selected from N, O and S;

aa, bb and cc are the same or different and are each independently 0 or 1;

each Y^2 is the same or different and is independently selected from the group consisting of -O-, $-S(O)_f$-, $-N(R^7)$-, -C(O)-, -OC(O)-, $-CO_2$-, $-C(O)N(R^7)$-, $-C(O)N(R^7)S(O)_2$-, $-OC(O)N(R^7)$-, $-OS(O)_2$-, $-S(O)_2N(R^7)$-, $-S(O)_2N(R^7)C(O)$-, $-N(R^7)S(O)_2$-, $-N(R^7)C(O)$-, $-N(R^7)CO_2$- and $-N(R^7)C(O)N(R^7)$-;

each R^2 is the same or different and is independently selected from the group consisting of alkylene, alkenylene and alkynylene;

each R^4 is the same or different and is each independently selected from the group consisting of H, halo, alkyl, alkenyl, alkynyl, $-C(O)R^7$, $-C(O)NR^7R^8$, $-CO_2R^7$, $-C(S)R^7$, $-C(S)NR^7R^8$, $-C(=NR^7)R^8$, $-C(=NR^7)NR^7R^8$, $-CR^7=N-OR^7$, $-OR^7$, $-S(O)_fR^7$, $-S(O)_2NR^7R^8$, $-NR^7R^8$, $-N(R^7)C(O)R^8$, $-N(R^7)S(O)_2R^8$, $-NO_2$, -CN, $-N_3$ and a group of formula (ii):



ii

wherein:

Ring A is selected from the group consisting of C_{5-10}cycloalkyl, C_{5-10}cycloalkenyl, aryl, 5-10 membered heterocycle having 1, 2 or 3 heteroatoms selected from N, O and S and 5-10 membered heteroaryl having 1, 2 or 3 heteroatoms selected from N, O and S

each d is 0 or 1;

e is 0, 1, 2, 3 or 4;

each R^6 is the same or different and is independently selected from the group consisting of H, halo, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, Ph, Het, $-CH(OH)-R^2-OH$, $-C(O)R^7$, $-CO_2R^7$, $-CO_2-R_2-Ph$, $-CO_2-R^2-Het$, $-C(O)NR^7R^8$, $-C(O)N(R^7)C(O)R^7$, $-C(O)N(R^7)CO_2R^7$, $-C(O)N(R^7)C(O)NR^7R^8$, $-C(O)N(R^7)S(O)_2R^7$,

$-C(S)R^7$, $-C(S)NR^7R^8$, $-C(=NR^7)R^8$, $-C(=NR^7)NR^7R^8$, $-CR^7=N-OR^8$, =O, $-OR^7$, $-OC(O)R^7$, -OC(O)Ph, -OC(O)Het, $-OC(O)NR^7R^8$, $-O-R^2-S(O)_2R^7$, $-S(O)_fR^7$, $-S(O)_2NR^7R^8$, $-S(O)_2Ph$, $-S(O)_2Het$, $-NR^7R^8$, $-N(R^7)C(O)R^8$, $-N(R^7)CO_2R^8$, $-N(R^7)-R^2-CO_2R^8$, $-N(R^7)C(O)NR^7R^8$, $-N(R^7)-R^2-C(O)NR^7R^8$, $-N(R^7)C(O)Ph$, $-N(R^7)C(O)Het$, $-N(R^7)Ph$, $-N(R^7)Het$, $-N(R^7)C(O)NR^7-R^2-NR^7R^8$, $-N(R^7)C(O)N(R^7)Ph$, $-N(R^7)C(O)N(R^7)Het$, $-N(R^7)C(O)N(R^7)-R^2-Het$, $-N(R^7)S(O)_2R^8$, $-N(R^7)-R^2-S(O)_2R^8$, $-NO_2$, -CN and $-N_3$;

wherein when Q^2 is defined where bb is 1 and cc is 0, R^4 is not halo, $-C(O)R^7$, $-C(O)NR^7R^8$, $-CO_2R^7$, $-C(S)R^7$, $-C(S)NR^7R^8$, $-C(=NR^7)R^8$, $-C(=NR^7)NR^7R^8$, $-CR^7=N-OR^7$, $-OR^7$, $-S(O)_fR^7$, $-S(O)_2NR^7R^8$, $-NR^7R^8$, $-N(R^7)C(O)R^8$, $-N(R^7)S(O)_2R^8$, $-NO_2$, -CN or $-N_3$;

R^5 is selected from the group consisting of H, halo, alkyl, cycloalkyl, OR^7, $-S(O)_fR^7$, $-NR^7R^8$, $-NHC(O)R^7$, $-NHC(O)NR^7R^8$ and $-NHS(O)_2R^7$;

f is 0, 1 or 2; and

each R^7 and each R^8 are the same or different and are each independently selected from the group consisting of H, alkyl, alkenyl, alkynyl, cycloalkyl and cycloalkenyl; and

each R^9 is the same or different and is selected from H, halo and alkyl;
or a pharmaceutically acceptable salt, solvate or physiologically functional derivative thereof.

44. (New) An R-isomer of a compound according to claim 43.

45. (New) An R-isomer of a compound selected from
5-(5-Amino-1*H*-benzimidazol-1-yl)-3-[1-(2-chlorophenyl)ethoxy]thiophene-2-carboxamide;
3-[1-(2-Chlorophenyl)ethoxy]-5-(5,6-dimethoxy-1*H*-benzimidazol-1-yl)thiophene-2-carboxamide;
5-(5,6-Dimethoxy-1*H*-benzimidazol-1-yl)-3-[1-(2-methylphenyl)ethoxy] thiophene-2-carboxamide;
and pharmaceutically acceptable salts, solvates and physiologically functional derivatives thereof.